

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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FRANKFURT-TRUST INVESTMENT-  
GESELLSCHAFT MBH and FRANKFURT-  
TRUST INVEST LUXEMBURG AG ,

Plaintiffs,

-against-

VIVENDI, S.A., JEAN-MARIE MESSIER  
and GUILLAUME HANNEZO,

Defendants.

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No. 07 CV 7863 (RJH/HBP)

**DECLARATION OF PROOF OF SERVICE**

Diane Zilka hereby declares under penalty of perjury that the following is true and correct:

1. I am an attorney with the law firm of Grant & Eisenhofer P.A., Co-Counsel for Plaintiff in this action. I submit this Declaration as proof of service of the amended complaint on defendants Vivendi, S.A. ("Vivendi") and Jean-Marie Messier ("Messier").

2. Annexed hereto as Exhibit 1 is a true and correct copy of a letter dated April 10, 2008 to Michael A. Paskins, Esquire and Michael T. Reynolds, Esquire of Cravath, Swaine & Moore LLP, counsel to Vivendi, and Michael J. Malone, Esquire and Lisa Albert, Esquire of King & Spalding LLP, counsel to Messier, enclosing the amended summons and amended complaint and confirming that they accept service of the amended summons and amended complaint on behalf of their respective clients.

Done at Wilmington, Delaware this 7<sup>th</sup> day of May, 2008.

/s/ Diane Zilka

Diane Zilka (DZ-9452)